

LANDAMERICA FINANCIAL GROUP INC  
 Form 4  
 January 20, 2009

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 EVANS GEORGE WILLIAM

2. Issuer Name and Ticker or Trading Symbol  
 LANDAMERICA FINANCIAL GROUP INC [LFG]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Chief Financial Officer

(Last) (First) (Middle)  
 LANDAMERICA FINANCIAL GROUP, INC., 5600 COX ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/22/2008

GLEN ALLEN, VA 23060

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	12/22/2008		M <sup>(1)</sup>		1,260	A	\$ 0 65,635	D
Common Stock	12/22/2008		M <sup>(1)</sup>		2,992	A	\$ 0 68,627	D
Common Stock	12/22/2008		M <sup>(1)</sup>		4,725	A	\$ 0 73,352	D
Common Stock	12/22/2008		M <sup>(1)</sup>		6,300	A	\$ 0 79,652	D
Common Stock	12/22/2008		D <sup>(1)</sup>		15,277	D	\$ 0.07 64,375	D

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Common Stock 9,568.7987 I By 401(k) plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Phantom Stock	\$ 0	12/22/2008		M <sup>(1)</sup>	1,260	12/22/2008 02/28/2009	Common Stock	1,260
Phantom Stock	\$ 0	12/22/2008		M <sup>(1)</sup>	2,992	12/22/2008 02/28/2010	Common Stock	2,992
Phantom Stock	\$ 0	12/22/2008		M <sup>(1)</sup>	4,725	12/22/2008 02/28/2011	Common Stock	4,725
Phantom Stock	\$ 0	12/22/2008		M <sup>(1)</sup>	6,300	12/22/2008 02/28/2012	Common Stock	6,300

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

EVANS GEORGE WILLIAM  
 LANDAMERICA FINANCIAL GROUP, INC.  
 5600 COX ROAD  
 GLEN ALLEN, VA 23060

Chief Financial Officer

## Signatures

By: Anna M. King For: G. William Evans

01/20/2009

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The phantom stock units disposed were cash units that fully vested upon closing the sale of Lawyers Title Insurance Corporation, Commonwealth Land Title Insurance Company, and United Capital Title Insurance Company to the Fidelity National Financial family of companies, which were inadvertently not reported following the event. The units were hypothetically converted to common stock and hypothetically sold at the closing price on the closing date, with the insider receiving cash for the value of the units.

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